

**Annex A**

**Milestones**

a. No later than 35 calendar days after the Petition Date:

- the Court shall have entered the Final Order, subject to the availability of the Court to conduct a Final Hearing on the DIP Facility;
- the Court shall have entered one or more orders approving the winning bid(s) and the ultimate sale of the applicable Acquired Assets, which order or orders shall be in form and substance acceptable to the DIP Lender in its sole discretion; and
- the Debtors shall have consummated the sale of the Acquired Assets to one or more Successful Bidders and/or Backup Bidders.